

# **Branches and Relocations**

**Expansionary Activities**

## **Comptroller's Corporate Manual**

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This booklet should be used together with other booklets of the *Comptroller's Corporate Manual*, including the "[General Policies and Procedures](#)" (GPP) booklet for discussion of general filing instructions and procedures. Users also may find useful the "[Public Involvement](#)" and "[Investment in Bank Premises](#)" booklets.

## Background

A national bank that wishes to establish a branch or relocate its main office or branch must obtain approval from the Comptroller of the Currency (OCC). This booklet contains policies and procedures to guide national banks in submitting those requests.

The OCC amended its corporate regulations at 12 CFR 5 in December 1996 to clarify application procedures for national banks establishing a new branch and relocating a branch or main office and to reduce unnecessary filing burden. This booklet also incorporates the new standards and requirements of the Riegle-Neal Interstate Banking and Branching Efficiency Act of 1994 (Riegle-Neal) that apply when a national bank establishes a de novo branch in a state other than its home state or in a state in which it already has a branch. Further, it reflects burden reduction achieved through the Economic Growth and Regulatory Paperwork Reduction Act of 1996 (EGRPRA) that:

- Eliminated the per branch capital requirement, although other statutory capital requirements remain.
- Excluded automated teller machines (ATMs) and remote service units from the definition of "branch" in 12 USC 36 and, thus, from prior approval requirements and other geographic restrictions and requirements applicable to "branches."

## Definitions

A **branch**, as provided in 12 USC 36(j), includes any branch bank, office, or agency; additional office; or any branch place of business established by a national bank in the United States or its territories at which deposits are received, checks paid, or money lent. Branch facilities may include a messenger service, mobile branch, temporary facility, night depository (drop box), drive-in facility, or a seasonal agency.

A **banking office or facility is not a branch** if it falls within one of the following categories:

- The bank does not permit the public to have physical access to the facility to make deposits, pay checks, or borrow money (e.g., an office established by the bank that receives deposits only through the mail would not be a branch).
- It is located at the site of, or is an extension of, an approved main office or branch office of a national bank.
- It is a facility established under the authority of 12 USC 90 or other authority not requiring approval under 12 USC 36.
- An ATM or a remote service unit.
- A loan production office.
- A deposit production office.
- A main office.

A **central city**, as defined in 12 CFR 5.3(e), means the city or cities identified in the complete title of the Metropolitan Statistical Area (MSA) in which the relocating office is located.<sup>1</sup>

An **eligible bank** is a national bank that:

- Has a composite CAMELS rating of 1 or 2.
- Has an outstanding or satisfactory Community Reinvestment Act (CRA) rating. (This factor does not apply to an uninsured bank or branch or a special purpose bank covered by 12 CFR 25.11(c)(3).)
- Is well capitalized as defined in 12 CFR 6.4(b)(1).
- Is not subject to a cease and desist order, consent order, formal written agreement, or prompt corrective action directive or, if subject to any such order, agreement, or directive, is informed in writing by the OCC that it still may be treated as an "eligible bank."

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<sup>1</sup>The Office of Management and Budget's (OMB) list of MSAs and Central Cities can be found on the Internet at <http://www.census.gov>. At the "Subjects A-Z" menu, click on "M," then on Metropolitan Areas, then on Metropolitan Area Definitions, then on Central Cities of Metropolitan Areas. Copies of the OMB list may also be obtained by requesting the most recent "List of Metropolitan Area Definitions" (accession no. PB96-180575) from National Technical Information Services (NTIS), Document Sales, 5205 Port Royal Road, Springfield, VA 22161, (703) 487-4650.

A **jointly owned branch** is a branch office established by more than one insured depository institution.

A **low- or moderate-income area**, as provided in 12 USC 1831r-1, means a census tract for which the median family income is: (1) less than 80 percent of the median family income for the MSA in which the census tract is located; or, (2) in the case of a census tract that is not located in an MSA, less than 80 percent of the median family income for the state in which the census tract is located, as determined without taking into account family income in MSAs in such state.

A **main office** is the office so designated in the national bank's Articles of Association. (A national bank desiring to change the location of its main office must follow procedures for relocating a main office.)

A **messenger service** is any service used by a national bank and its customers, to pick up from, and deliver to, specific customers at locations, such as homes or offices, items involving branching transactions — that is, items constituting deposits, withdrawals, or payments of loan proceeds — between the bank and its customers. (12 CFR 7.1012(a)).

A **military banking facility** is a banking office established on a U. S. military installation.

A **mobile branch** is a facility, other than a messenger service, that does not have a single, permanent site, and includes a vehicle that travels to public locations for the conduct of branching transactions. A mobile branch may serve regularly scheduled locations or be open at various times and locations, such as county fairs, sporting events, or school registration periods. (A branch license is needed for each mobile unit.)

A **seasonal agency** is an office established in a resort community, within the limits of the county in which the main office is located, that may receive and pay out deposits, issue and cash checks and drafts, and perform incidental business. Seasonal agencies may be approved by the OCC only if state law permits branching within the county or greater areas, and if no bank is located and conducts business in the community in which the proposed agency will be located. Capital requirements of 12 USC 36 do not apply to seasonal agencies. Authorization of a seasonal agency will be revoked when a state or national bank opens in the community.

A **short-distance relocation** means moving a branch or main office within: (1) a one-thousand foot radius of the site if the branch or main office is located within a **central city** of an MSA; (2) a one-mile radius of the site if not located within a **central city**, but if located within an MSA; or, (3) a two-mile radius of the site if not located within an MSA.

A **temporary branch** means a branch located at a fixed site and that is scheduled to, and will, permanently close no later than a certain date (no longer than one year after the branch is first opened) specified in the branch application and the public notice.

## Key Policies

### General

The OCC acts upon applications to establish branches, both permanent and temporary, in compliance with the provisions of applicable federal and state law.

### Capital Requirements

Every national bank seeking to establish branches outside of the city, town, or village in which it is situated shall, under 12 USC 36(c), have capital and surplus equal to that required of state-chartered institutions applying to establish branches. In addition, every national bank must meet the minimum capital requirements set forth in 12 USC 51.

The applicant should also refer to 12 CFR 3, Minimum Capital Ratios, for the required minimal acceptable capital ratio for national banks and 12 CFR 6, Prompt Corrective Action, which specifies supervisory actions restricting the activities of banks categorized as undercapitalized, significantly undercapitalized, or critically undercapitalized.

### Decision Criteria

In determining whether to approve a branch or relocation application, the OCC is guided by the following principles:

- Maintaining a sound banking system.
- Encouraging a national bank to help meet the credit needs of its entire community.
- Relying generally on the marketplace as the best regulator of economic activity.
- Encouraging healthy competition to promote efficiency and better service to customers.

As provided in 12 CFR 5.13, the OCC may deny applications or grant approval subject to the satisfaction of certain conditions.

## Standard Requirements

The OCC imposes standard requirements on most branch and relocation approvals.

For **branches and branch relocations** other than messenger services and mobile branches:

- The bank must advise the appropriate district office in writing in advance of the desired opening date, so that the OCC may issue the necessary authorization letter.
- If the branch is not opened or the office relocated within 18 months from the approval date, the OCC's approval will automatically terminate, unless the OCC grants an extension.

For **messenger services and mobile branches**:

- The operation of the branch is limited to those locations in which the bank could legally establish a permanent branch under applicable federal and state laws and within the geographic areas in which notice of the proposed mobile service was published.
- If the bank desires to operate the branch outside the geographic area in which the notice was published, it must file a new branch application and publish notice, indicating that the application will extend the previous branch approval to a larger geographic area.
- The bank must maintain a log of operations, indicating the date, specific location, and a description of each stop (e.g., office, store, residence).
- The bank must advise the appropriate district office in writing in advance of the desired opening date, so that the OCC may issue the necessary authorization letter.
- If the branch is not in operation within 18 months from the approval date, the approval will terminate automatically, unless the OCC grants an extension.

For **main office relocations to locations outside city, town, or village limits**:

- The shareholders must amend the bank's [Articles of Association](#) prior to relocating the main office.
- The bank must file its amended [Articles of Association](#) with the OCC prior to the effective date of the main office relocation.

- The bank must advise the appropriate district office in writing in advance of the desired opening date, so that the OCC may issue the necessary authorization letter.
- If the change in location is not made within 18 months from the approval date, the approval will automatically terminate unless the OCC grants an extension.

## Special Conditions

The OCC may impose appropriate special conditions for those approvals to protect the safety and soundness of the bank; prevent the risk of conflicts of interest; assure compliance with applicable law; or for other supervisory, compliance, or policy considerations.

## CRA and Expedited Review Conditions

The OCC considers the CRA performance records of a national bank in making a decision on its proposed branch or relocation application. The OCC will review comment letters from the public and the applicant's responses to those letters, and information available from CRA examinations.

The OCC will remove an application from expedited review if the filing, or an adverse comment about the filing, presents significant supervisory, CRA, or compliance concerns, or raises significant legal or policy issues that require additional OCC review. Also, an application may be removed from expedited review at the applicant's request.

A significant CRA issue exists if the OCC concludes that a bank's: (1) CRA rating is less than satisfactory, institution-wide, or, if applicable, in a state or multistate MSA; or, (2) CRA performance is less than satisfactory in an MSA, or in a non-MSA portion of a state, in which it seeks to expand through approval of an application.

The OCC will extend the expedited review period an additional 10 days if a comment contains specific assertions about the bank's CRA performance. Prior to the end of the extended time period, the OCC may conduct a targeted review of a bank's CRA performance to obtain information necessary to decide the application. The OCC may include conditions to address weaknesses, even if the applicant's CRA performance is rated "satisfactory."

As described in detail in the "[Public Involvement](#)" booklet, the OCC may remove an application from expedited review procedures for CRA concerns to analyze information obtained from public or private meetings, or to complete and analyze information obtained from targeted investigations.

## Depository Institution Management Interlocks Act (DIMIA)

The DIMIA prohibits certain management interlocks. The OCC may not authorize establishment of a branch if it would cause a bank to operate in a market area that would result in creating a prohibited interlock (see the "[Management Interlocks](#)" booklet for additional information).

### Applicability

#### Branch Establishment and Relocation

A national bank that wishes to establish or relocate a branch office, including a short-distance relocation, must submit an application to the OCC and obtain its prior approval.

#### Main Office Relocation

A national bank that wishes to relocate its main office within the 30-mile limit, including short-distance relocations, must file a relocation application, unless it is moving to an existing branch site within the same city, town, or village. This type of relocation requires only a letter of notification to the OCC. If the proposed site is beyond the limits of the city, town, or village, shareholders owning two-thirds of the voting stock must approve the relocation and amend the [Articles of Association](#). The bank must submit a Secretary's Certificate certifying that shareholders' approval has been obtained and providing amended articles. Applicants that desire to retain a former main office as a branch also must file a branch application.

A national bank cannot relocate its main office more than 30 miles beyond the limits of the city, town, or village, in which the main office is currently located.

#### Messenger Service or Mobile Branch

For a national bank to operate a messenger service or mobile facility outside of the geographic area in which the notice was originally published:

- A new application must be filed.
- A public notice of the proposed extension of the initial operational geographic area must be given.
- The OCC must approve the extended geographic area.

The operation of the messenger service or mobile branch is limited to those locations in which the bank could legally establish a permanent branch under applicable federal and state laws and within the geographic areas in which notice of the proposed service was published.

After the proposed service begins operations, the bank must maintain a log of operations, indicating the date, specific location, and a description of each stop (e.g., office, store, residence).

## Night Depository (Standalone)

Standalone night depositories or those established at an ATM site are branches requiring OCC authorization.

## ATM Conversion

To convert an existing ATM to a branch, a national bank must submit a branch application to the OCC. Conversely, a national bank may convert an existing branch to an ATM after notifying the OCC in writing prior to the conversion and following branch closing requirements.

## College and University Branches

The OCC has adopted simplified branching procedures for limited account services offered temporarily by national banks at colleges and universities. A national bank may use those procedures if state law or practice allows state banks to provide such temporary services without submitting a branch application to the state (see the discussion under Specific Requirements).

## Extension of Office

Whenever a national bank establishes a publicly accessible banking office that will engage in branching functions apart from a main office or an existing branch, the OCC considers the facility a branch, unless it determines that the facility is an "extension of bank premises" or satisfies another exception from the definition of a branch. The OCC relies on a number of nonexclusive factors in distinguishing between a branch and an extension of an existing branch. The factors include:

- The distance between the existing office and the proposed facility.
- Whether a direct line of sight exists between the two facilities and how the intervening space is used.
- Whether the two facilities are connected in any way, such as by a pneumatic tube.

- The purpose of the proposed facility.
- Whether the facility is situated physically in such a way as to give the bank a material advantage over competitors in attracting customers.
- The dependency of the proposed facility on the existing office.
- The availability for expansion of adequate sites closer to the existing office.
- The existing facility's demonstrated need for such a facility.
- Whether a state bank could operate the proposed facility as an extension.

The OCC balances all of those factors and applies them to each individual case to determine whether a particular facility constitutes a branch. The OCC does not consider extensions of a national bank's main office or authorized branch to be separate branches under 12 USC 36.

## Jointly Owned Branches

When one or more national banks or other depository institutions propose to establish a branch jointly, only one of the national banks must submit a branch application. The national bank submitting the application may act as agent for all national banks in the group of depository institutions proposing to share the branch. The application must include the name and main office address of each national bank in the group.

## Temporary Branch

A temporary branch is a branch located at a fixed site and from the time of its opening is scheduled to close, and will permanently close, as of a certain date no longer than one year after it is first opened as specified in the branch application and public notice, if any. The OCC may waive or reduce the public notice and comment period for an application to establish a temporary branch if:

- The applicant bank has a CRA rating of "satisfactory" or "outstanding."
- The temporary branch, if established by a state bank to operate in the manner proposed, would be permissible under state law without state approval.

If the proposal for a temporary branch does not meet those requirements, the bank can still apply to establish the branch under standard branch application procedures. Advance closing notices are not required when it is time for the temporary branch to close.

## Major Disasters

The OCC has adopted abbreviated procedures for processing branch applications when a "major disaster area" is declared by the President of the United States. After the major disaster area is designated, the OCC generally will waive normal regulatory and procedural requirements and decide on either written or oral national bank requests to provide temporary banking services at any new location in the major disaster area within the geographic area in which a national bank may establish a branch. Those approvals will generally expire in six months.

## Military Banking Facilities

A national bank also may establish a banking facility on a military installation by requesting it to be designated as a government financial agent by the Secretary of the Treasury as authorized under 12 USC 90. Such military banking facilities do not require a branch application, since they are not covered by 12 USC 36. Banks desiring to establish a military banking facility must contact the U. S. Treasury Department, Office of the Fiscal Assistant Secretary, Washington, DC 20226.

## Alternative Sites for Approved Main or Branch Offices

When an approved permanent main office or branch location undergoes renovation or construction, a bank may be unable to use it immediately. Under those circumstances, the OCC will allow an alternate site location if it falls within 1,000 feet of the permanent site location. The alternate site may be operated only for a year or less. Following that period, the authorized permanent office site must open or reopen. If the alternate site is a branch site, it must comply with the requirements of 12 USC 36, including any state law branching limits applied to national banks. If the alternate site is for the main office, it must be within the same city, town, or village as authorized for the permanent main office site. Under those circumstances, the national bank need inform the OCC only in advance of the operation of the alternate site. Alternative sites not meeting the criteria in this paragraph must file a branch or temporary branch application, or application or notice to relocate a main office, as appropriate.

## Summary of Process

The national bank applicant publishes a public notice containing specific information on each branch or relocation application on the date the application is filed with the OCC, or as soon as practicable before or after the date of filing. An applicant must submit a separate application for each branch to be established. A single application may be submitted for multiple messenger services.

## Expedited Review

The OCC generally provides expedited review of branch and relocation applications if the applicant is an eligible bank. An application for a branch or relocation, processed under expedited review, will be considered approved through the passage of time as of the 15th day after the close of the public comment period, or the 45th day after the filing is received by the OCC, whichever is later, unless the OCC takes one of the following actions:

- Decides the application sooner.
- Formally extends the expedited review period.
- Removes the application from the expedited review.

Applicants should refer to 12 CFR 5.13(a)(2) and the "[Public Involvement](#)" booklet for a more detailed discussion about the reasons the OCC will remove an application from expedited review.

The OCC notifies an applicant promptly whenever it decides to remove an application from expedited review and provides a written explanation of the reasons for that decision. When an application is removed from expedited review as a result of information obtained in a public comment, the OCC will also inform the commenter.

## Standard Review

National banks submitting applications subject to standard review will receive a written decision from the OCC that the applications are approved, approved with special conditions, or denied after the close of the 30-day public comment period (or 15-day comment period for short-distance relocations). A standard review means that the bank must receive a written decision document from the OCC. The application will not be considered approved through the passage of time.

## Specific Requirements

### General Publication Requirements

Each national bank that proposes to establish a branch or relocate a branch or its main office must publish notice of the application in a newspaper of general circulation in the community to be served. The comment period is 30 days, except for short-distance relocations that require only a 15-day comment period. No publication generally is required for the relocation of a main office to an existing branch site in the same city, town, or village. All publication notices should state the filing and its subject matter, and indicate that the OCC will review public comments. The publication should include:

- The date of the filing.
- The name and location of the bank.
- The address of the appropriate district office to which written comments may be forwarded.
- The duration of the comment period.
- Any other information that the OCC requires.

If an application is part of a multistep transaction, all steps should be included in the publication (see the "[Public Involvement](#)" booklet).

### Branch Closings and Relocations

A national bank is not required to file an advance closing notice for short distance branch relocations or consolidations as described in the "[Joint Policy Statement on Branch Closing Notices and Policies](#)" (see the Appendix in the "[Branch Closings](#)" booklet). In addition, a national bank does not need to file an advanced closing notice if a mobile branch will continue to operate within its approved geographic area, but change stops within that area. In other branch relocation proposals, branch closing procedures may apply (see the "[Branch Closings](#)" booklet).

### College and University Branches

The OCC generally will waive filing fees and prior public notice requirements for college and university branches, when a national bank:

- Can demonstrate that a state bank can establish and operate the proposed facility at a college or university without submitting an

application to the state. The facility also must meet all requirements of state law applicable to state banks. The OCC will accept a copy of the state law or written opinion of the state banking regulator as acceptable evidence.

- Will provide only limited account services for a temporary period during registration and for an additional period up to seven days per year (not in contravention of state bank authority).
- Has a “satisfactory” or better rating for its most recent CRA evaluation.

## Branches in Low- or Moderate-Income Areas

The OCC does not require a corporate filing fee for a branch that will be located in an area that meets the following two requirements:

- The area is a low- or moderate-income area.
- No other depository institution operates a branch or main office in that area.

## Investment in Bank Premises Limitation

A national bank should review its compliance with rules for aggregate investment in bank premises when planning to establish a branch or relocate a branch or main office. If the bank’s investment would cause it to exceed its capital stock or a level previously approved by the OCC, it must submit either a notice or an application, depending on the circumstances. For details, applicants should refer to the “[Investment in Bank Premises](#)” booklet.

## Main Office Relocation

A national bank that desires to relocate its main office to a location outside its city, town, or village (but within the 30-mile limit) must file an application, obtain approval of its shareholders owning two-thirds of the voting stock, and amend its Articles of Association. The bank then should forward a Secretary’s Certificate to the OCC certifying shareholder approval. A certified copy of the amendment to the articles must be included. Branch closing notices are not required for main office relocations. Relocation of a main office to an existing branch site within the city, town, or village limits requires the submission of a letter of notification rather than an application. A branch application must be filed for the existing main office if it is to be retained as a branch.

## Messenger Services or Mobile Branches

A national bank may request approval, through a single branch application, for multiple messenger services to serve the same general geographic area. For mobile branches, the application process is the same as for any other branch.

## State Law Branching Considerations

The OCC requires each national bank to answer questions about state branching law in each branch application. Sometimes applicants should submit additional legal analysis and documentation of state law factors (e.g., when the applicant expects a legal challenge or the application presents unusual legal issues). If state law requires a market area analysis, the bank may use the assessment area it defines for its CRA evaluations, unless state law requires a different delineation.

After state laws are enacted or amended to permit a banking activity or facility previously prohibited by state law, the OCC usually will accept, but will not act upon, applications prior to the effective date of state law.

## Undercapitalized Banks

The OCC may not approve an application for a new branch from an undercapitalized bank, unless the OCC determines that:

- The bank's capital restoration plan has been accepted by the OCC.
- The bank is implementing the plan.
- The proposed branch is consistent with and will further the achievement of the plan.

## Facility Banking

Riegle-Neal added new provisions of law addressing facility banking. Under that law, a bank subsidiary of a bank holding company may act as agent for an affiliated depository institution to receive deposits, renew time deposits, close loans, service loans, and receive payments on loans and other obligations (12 USC 1828 (r)). The law provides that:

- The location where the affiliate is acting as agent is not considered a branch.
- The bank acting as agent cannot conduct any activity as agent that it could not conduct as principal.

- The affiliated depository institution using an agent bank cannot have the agent conduct any activity that it is prohibited from conducting as principal.
- Under certain circumstances, an insured savings association may act as agent for an affiliated bank and not be considered a branch of that affiliate.

In addition, the law specifically provides that it does not affect any authority under any other provision of law that permits agency relationships involving banks without raising branching concerns. Thus, other agency relationships may not constitute the establishment of branches. For instance, a variety of legal interpretations on facility banking issues by the OCC prior to the passage of Riegle-Neal remain valid. For further information about whether certain agency relationships constitute branching, contact the appropriate district counsel's office.

## Interstate Branching

National banks seeking to establish and operate a de novo branch in any state other than the bank's home state, or a state in which it already has a branch, must demonstrate compliance with applicable federal and state laws.

Riegle-Neal permits interstate de novo branching if the state in which the branch will be established has in effect a law that applies equally to all banks and expressly permits out-of-state banks to establish de novo branches in that state. The statute defines a de novo branch as a branch of a national bank that is established originally by the national bank and does not become a branch of the bank by acquisition of an insured depository institution or a conversion. Assuming the existence of a state law that meets previous criteria, Riegle-Neal provides that a bank applying to establish an interstate de novo branch must:

- Comply with the filing requirements of any host state (and submit a copy of the application to its state bank supervisor) to the extent that the requirements:
  - Do not discriminate against out-of-state banks or bank holding companies or their subsidiaries.
  - Are similar in effect to those imposed on out-of-state nonbanking corporations ("doing business" filing requirements).
- Comply with the OCC's usual CRA considerations, and if the applicant has no bank affiliate in the host state, the OCC considers:

- The most recent written CRA evaluation of the bank's affiliates.
- The applicant bank's record of compliance with pertinent state community reinvestment laws.
- Be adequately capitalized as of the date the application is filed and the date the branch is opened.
- Be adequately managed as of the opening date.

Riegle-Neal also is a basis of authority for interstate branching through interstate combinations — mergers, consolidations, or purchase and assumption transactions. Interstate merger transactions, which may be authorized under Riegle-Neal, are those involving banks with different home states. The home state of a national bank is the state in which its main office is located; the home state of a state bank is the state that chartered it. Depending on the circumstances, other authority may exist for certain merger transactions. For instance, a bank with its main office in State A and branches in State B may be permitted under the authority of 12 USC 215a to merge with a bank that has its main office in State B.

Beginning on June 1, 1997, Riegle-Neal interstate combinations may occur between insured banks without regard to whether the transaction is prohibited under the law of any state, unless a state opted out of interstate combinations. A state could have opted out of interstate combinations only by enacting a law between September 29, 1994 and June 1, 1997 that applies equally to all out-of-state banks and expressly prohibits interstate merger transactions involving out-of-state banks. Only Texas and Montana adopted laws designed to opt out of Riegle-Neal.

Assuming a state has not opted out in accordance with the provisions of Riegle-Neal effective June 1, 1997, Riegle-Neal interstate combinations may be approved subject to certain requirements relating to the age of the target bank and deposit concentration limits in addition to those for filing, CRA considerations, and adequacy of capital and management. For further information about those requirements, contact the appropriate district office or refer to the "[Business Combinations](#)" booklet.

## NHPA/NEPA

The applicant must consider the implications of the National Historic Preservation Act and the National Environmental Policy Act for its proposed branch transaction, and certify whether the proposal will affect a historic district, site, building, structure, object, or the quality of the human environment. (For a complete discussion, see the [GPP](#) booklet.)

## Application Instructions

(For all branches and relocations)

1. Questions may be answered in the spaces provided, by attaching additional pages (8 ½" x 11"), or in any other fashion, including reference to other applications filed with the OCC. Indicate whether questions are not pertinent to the type of application being requested.
2. For general filing requirements, see the [GPP](#) booklet.

## General Publication Requirements

The following language may be used to meet the publication requirements.

Notification is hereby given that (*name of national bank*), (*street address, city, state, and ZIP Code*) has filed an application with the Comptroller of the Currency on (*date*), as specified in 12 CFR 5 for permission to [establish or relocate] a (*describe main office or type of branch*) at (*proposed location*). (If a relocation, indicate current and proposed addresses.) Any person wishing to comment on this application may file comments in writing with the licensing manager (*insert address of appropriate district office*) or (*appropriate Internet E-mail address*) within 30 days (*15 days for short-distance relocations*) of the date of this publication.

## Specific Publication Requirements

**Branch** — The publication must state that an application is being filed to establish a branch and include the location of the proposed branch and a brief description of the type of branch proposed.

**Branch Relocation** — The publication must state that an application is being filed to relocate a branch. It must include the current and proposed site.

**Main Office Relocation** — The publication must state that an application is being filed to relocate the main office. It must include the current and proposed site.

**Messenger Service or Mobile Branch** — Publication in several newspapers may be required to establish messenger services or mobile branches that will serve several communities or geographic areas. The publication need not identify the specific sites to be served by the messenger service or mobile branch, but should state the general geographic area to be served, such as the city, county, or other identifiable geographic area.

**Jointly-owned Branch** — The publication must list all national banks that would own the branch.

## Confidentiality

In general, requests for confidential treatment of specific portions of the application must be submitted in writing concurrently with the application and discuss the justification for the requested treatment. An applicant's reasons for requesting confidentiality should demonstrate specifically the harm (e.g., to its competitive position, invasion of privacy) that would result from the public release of information (5 USC 552). Information for which confidential treatment is requested should be: (1) specifically identified in the public portion of the application (by reference to the confidential section); (2) separately bound; and, (3) labeled "confidential." An applicant should follow the same procedure for a request for confidential treatment in the subsequent filing of supplemental information to the application.

An applicant should contact the agency for specific instructions for requests for confidential treatment. The appropriate regulatory agency will determine whether the information submitted as confidential will be so regarded and will advise the applicant of any decision to make available to the public information labeled as "confidential."

## Public File

The OCC creates a public file containing nonconfidential portions of the application, supporting data, supplementary information, and comments received from the public or interested persons, including CRA comments. After it receives a request, the OCC provides the public file to anyone who requests it from the appropriate district office. The public file is available for inspection during regular business hours. Interested persons generally should make an appointment prior to visiting a district office (see the "[Public Involvement](#)" booklet).

## Other Requests

Each applicant may submit simultaneously other corporate requests (e.g., additional branches, relocations, citizenship/residency waiver, and investment in bank premises) with this application. Other requests, if any, should be fully responsive to appropriate filing requirements for the particular corporate filing.

## Filing Fees

The appropriate filing fee must accompany the filing(s) and be paid by check payable to the "Comptroller of the Currency" (see the [GPP](#) booklet). The OCC may grant a reduced fee (fee concession) in extenuating circumstances (e.g., several applications filed at the same time). The OCC does not require a corporate filing fee for a branch that will be located in an area that meets the following two requirements:

- The area is a low- or moderate-income area.<sup>1</sup>
- No other depository institution operates a branch or main office in that area.

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<sup>1</sup>A low- or moderate-income area is a census tract or a block numbering area delineated by the United States Bureau of the Census in the most recent decennial census if median family income in that area is less than 80 percent of the median family income for the MSA if the area is located in an MSA or less than 80 percent of the statewide nonmetropolitan median family income if the area is located outside of an MSA.

## Branch and Relocation Application

### For OCC Use Only

CAIS Control No. \_\_\_\_\_  
Date Received \_\_\_\_\_  
Date Receipt \_\_\_\_\_  
Acknowledged \_\_\_\_\_

## National Bank Identifying Information

Charter No. \_\_\_\_\_

Name of Bank \_\_\_\_\_  
(Exact corporate title of bank)

Location \_\_\_\_\_  
(Street address of main office, city, county, state, ZIP Code)

## Type of Application (Check appropriate boxes)

- ☐ **Branch Establishment** (Check specific branch type)
  - ☐ Staffed Branch
  - ☐ Night Depository
  - ☐ Seasonal Agency
  - ☐ Drive-in Facility
  - ☐ Temporary Facility
    - ☐ College/University
    - ☐ Major Disaster
    - ☐ Other (Describe)
  - ☐ Mobile Facility
    - ☐ Mobile Van
    - ☐ Messenger Service
    - ☐ Other (Describe)
  - ☐ Interstate (Rieggle-Neal)
  - ☐ Jointly Owned
  - ☐ Other (Describe)
- ☐ **Branch Relocation** (Branch relocations that do not meet the short distance criteria of 12 CFR 5.3(l) must comply with advance branch closing procedures in 12 USC 1831r-1)
- ☐ **Main Office Relocation** (Outside current city, town, or village limits)
- ☐ **Main Office Relocation** (Within current city, town, or village limits)
- ☐ **Filing Fee of \$** \_\_\_\_\_ .

## Application Identifying Information

### *(For all branch and relocation applications)*

Application is made for permission to:

- ☐ Establish the type of branch previously indicated at the following address.
- ☐ Relocate a branch to the following address.
- ☐ Relocate the main office to the following address.

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(Street address or nearest intersection, city or town, county, state, ZIP Code, or if messenger service or mobile, geographic area to be served, unless applicable law requires approval of specific sites. For a branch relocation, include the OCC branch authorization number.)

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### *[For messenger services]*

Does this application include a request for permission to commence (or expand) the operations of multiple messenger services to serve the same geographic area?

Yes ☐ No ☐

If yes, indicate the number of messenger services.

\_\_\_\_\_

### *[For relocations]*

Is this a short-distance relocation as defined in 12 CFR 5.3(l)? Yes ☐ No ☐

If this is a branch relocation, indicate the present address:

\_\_\_\_\_

## Legal Notice

Legal notice of this application is being published on \_\_\_\_\_ (Publication date)  
in \_\_\_\_\_ (Name and address of newspaper(s) used)

Requests for additional information or other communications about this proposal should be directed to:

\_\_\_\_\_(Name) \_\_\_\_\_(Title)  
\_\_\_\_\_(Mailing Address) \_\_\_\_\_(Telephone Number)

## Statutory and Regulatory Factors

### 1. Legality

#### ***[For establishment or relocation of branch office]***

Are there geographic, numerical, qualitative provisions, and/or other limitations imposed by state law on the establishment or relocation of branches (consider state laws governing de novo branching for applications subject to Riegle-Neal)? Yes ☐ No ☐

If yes, will this filing comply with the geographic, numerical, qualitative provisions, and/or other limitations imposed by state law? Yes ☐ No ☐

If the answer to the previous question is no or if no precedent exists unambiguously permitting approval of this application on legal grounds without additional analysis, provide a legal analysis to support the approval.

#### ***[For main office relocations]***

A. Is the proposed main office relocation within the same state as the current main office? Yes ☐ No ☐

If no, have the requirements of 12 USC 36(g) been met? Yes ☐ No ☐

B. Is the proposed main office within 30 miles of the city, town, or village of the current main office? Yes ☐ No ☐

- C. Would the main office relocation result in a network of offices that would be impermissible if the office were not relocated?

Yes ☐ No ☐

If yes, fully explain.

***[For all branch establishments and relocations of branches or main offices]***

- A. Is the establishment of the branch or the relocation in compliance with the capital requirements of 12 USC 36(c)?

Yes ☐ No ☐

- B. Are there any other legal issues involved in this proposal?

Yes ☐ No ☐

If yes, provide a legal analysis and discuss the legal issue fully.

2. Bank Premises

Will the projected cost of the branch or relocation result in an investment in bank premises that requires an application or notice under 12 USC 371d?

Yes ☐ No ☐

If yes, or if no prior approval has been granted, is an investment request included with this application or filed with the supervisory office (see the "Investment in Bank Premises" booklet)?

Yes ☐ No ☐

3. Management Interlocks

Will the establishment of the proposed branch result in or raise an issue that could create a prohibited interlock or a conflict of interest?

Yes ☐ No ☐

If yes, explain the circumstances that result in any potential conflict of interest or management interlock and specify what action will be taken to prevent a violation of the law.

4. Is this a jointly owned branch?

Yes ☐ No ☐

If yes, list other national banks that will have an ownership interest.

5. Environment

Will the proposed action have any significant effect on the quality of the human environment, (e.g., air and/or water quality, noise levels, energy consumption, congestion of population, solid waste disposal, or

environmental integrity of private land) within the meaning of the National Environmental Policy Act (NEPA), 42 USC 4321-4347?

Yes ☐ No ☐

If yes, discuss plans to comply with NEPA's requirements.

6. Historic Properties

Will the proposed office establishment or relocation affect any district, site, building, structure or object listed in, or eligible for listing in, the *National Register of Historic Places* (National Register pursuant to the National Historic Preservation Act (NHPA), 16 USC 470-470x-6)?

Yes ☐ No ☐

Specify how such determination was made (e.g., contact with National Register, State Historic Preservation Officer (SHPO), or other).

If the bank contacted the SHPO, has the SHPO communicated its determination of the effects of the proposal?

Yes ☐ No ☐

- If yes, provide a copy.
- If no, discuss why the contact has not been initiated.

7. Community Reinvestment Act (CRA) Considerations

- A. At its most recent examination, did the bank or any affiliated institution receive a CRA rating of "needs to improve" or "substantial noncompliance?"

Yes ☐ No ☐

If the answer is yes, describe what actions, if any, have been taken to redress deficiencies in the institution's CRA record of performance since the examination.

- B. Will the proposed transaction affect the CRA statement or assessment area, as applicable, served by the applicant or resulting institution?

Yes ☐ No ☐

If the answer is yes, discuss the effect.

## 8. Additional Requirements for Interstate Branches

A. Is the transaction subject to the Riegle-Neal Interstate Banking and Branching Act of 1994? Yes ☐ No ☐

- If yes, discuss authority (i.e., state opt in and conditions imposed by state); compliance with state filing requirements; capital and management adequacy; and applicability of state concentration limits and antitrust laws.
- If no, state how the bank is meeting the credit needs of the communities it serves?

B. Are the CRA ratings for all bank affiliates (if applicable) at least "satisfactory?" Yes ☐ No ☐

If no, explain why.

C. Has the applicant been evaluated for compliance with state community reinvestment laws? Yes ☐ No ☐

• If yes, was the rating "satisfactory" or "outstanding?" Yes ☐ No ☐

• If no, explain why.

D. Will the branch provide loan services as well as deposit services in the host state? Yes ☐ No ☐

If no, explain the types of services to be offered.

## Desired Action Date

I/we desire OCC action on this application no later than (date). I hereby certify that the bank's board of directors has authorized the filing of this application, and that to the best of my knowledge, it contains no misrepresentations or omissions of material facts. In addition, I agree to

notify the OCC if the facts described in the filing materially change prior to receiving a decision.

\_\_\_\_\_  
Signature of Authorized Officer

\_\_\_\_\_  
Typed Name

\_\_\_\_\_  
Title

\_\_\_\_\_  
Date

## **Main Office Relocation to Existing Branch Site within the Same City, Town, or Village**

Date

Licensing Manager, District  
Comptroller of the Currency  
Street Address  
City, State, ZIP Code

Re: Notification of Main Office Relocation to Existing Branch Site, CAIS Control Number

Dear Licensing Manager:

This is to inform you that (name of bank and charter number) is relocating its main office currently at (street address, city, state, ZIP Code). The new location of the main office will be (street address, city, state, ZIP Code). The effective date of the relocation will be (date).

We certify that the new location is an (approved/existing) branch location within the limits of the same city, town, or village in which the main office is currently located.

(If applicable) We intend to maintain our current main office as a branch. Accordingly, we have enclosed an application and filing fee for a branch to be located at the present address of the main office.

Sincerely,

) Signature)

Name and Title

## Opening Date of Branch Office

Date

Licensing Manager, District  
Comptroller of the Currency  
Street Address  
City, State, ZIP Code

Re: Opening Date of Branch, CAIS Control Number

Dear Licensing Manager:

We intend to open on (date) the (type of branch) granted approval in your letter of (date). The popular name and address of the office are (popular name and address).

(If applicable) We have complied with the conditions contained in your approval as follows:

(List actions taken.)

Please issue the official authorization letter(s) for this (type of branch).

If you have any questions, please contact (name) at (telephone number).

Sincerely,

) Signature)

Name and Title

## Opening Date for Relocation of Main Office to Branch Site within the Same City, Town, or Village

Date

Licensing Manager, District  
Comptroller of the Currency  
Street Address  
City, State, ZIP Code

Re: Opening Date for Relocation of Main Office, CAIS Control Number

Dear Licensing Manager:

This is to inform you that (name of bank and charter number) intends to change the location of our main office that is currently located at (street address, city, state, ZIP Code) to (street address, city, state, ZIP Code). The effective date of the relocation is (date).

We certify that the new location is an (approved/existing) branch location within the limits of the same city, town, or village, in which the main office is currently located.

Sincerely,

) Signature)

Name and Title



### **Prefiling**

#### **Licensing Staff**

1. Refers a bank that requests instructions to the GPP booklet and to this booklet of the *Comptroller's Corporate Manual*.

#### **Bank or Licensing Staff**

2. Requests an optional prefiling meeting to review procedures for branches and relocations and factors that may influence the OCC's review of the application.

#### **Licensing Staff**

3. If any prefiling discussion or meeting reveal significant policy, legal, CRA, consumer compliance, or supervisory issues, contacts Bank Organization and Structure (BOS) to decide:
  - Whether the application should be filed with the Washington office if broad issues are involved.
  - If specific issues should be carved out for Washington action while the application continues to be processed in the appropriate district office.
  - When the filing should be forwarded to Washington.
4. Prepares memoranda on all prefiling meetings and records pertinent information from telephone calls. Retains memoranda and other information in a pending file.

### **Filing the Application and Publication**

#### **Bank**

5. Submits a completed application and filing fee to the licensing manager in the appropriate district office or to BOS.
6. Publishes a notice on the date of filing or as soon as practicable before or after the date of filing (see the "[Public Involvement](#)" booklet).

## Review

### Licensing Staff

7. Initiates and enters appropriate information into the Corporate Activities Information System (CAIS).
8. Establishes the official file to maintain all original documents.
9. Forwards the filing fee and the deposit memorandum (Form 6043-01) to the Comptroller of the Currency, P.O. Box 73150, Chicago, Illinois 60673-7150. Retains a copy of the memorandum. Contacts the applicant if the filing fee is not received or is inaccurate.
10. Reviews the application and any other relevant information about the bank, and:
  - Determines if the filing contains all information necessary to reach a decision.
  - Requests additional information from the bank by a specific due date, if the filing does not contain all information necessary to reach a decision.
11. Determines if the bank is "eligible" under 12 CFR 5.3(g), and:
  - If the bank is not eligible for expedited review, notifies it orally or in writing, within five business days of receipt, that its application will receive standard review processing. Acknowledges receipt, if appropriate, including the CAIS control number and name of the OCC contact person.
  - If the bank is eligible for expedited review, acknowledges filing within five business days of receipt if the bank did not otherwise indicate it was aware of its eligibility (e.g., submitted an expedited filing fee).
12. If at any time the filing presents significant policy, legal, CRA, consumer compliance, or supervisory issues, contacts BOS to decide:
  - Whether the application should be filed with the Washington office if broad issues are involved.
  - If specific issues should be carved out for Washington action while the application continues to be processed in the appropriate district office.

- When the filing should be forwarded to Washington.

13. Within five business days of receipt:

- Notifies the appropriate assistant deputy comptroller (ADC)/ examiner-in-charge (EIC) and/or the portfolio manager in the supervisory office of receipt of the application, and:
  - Solicits comments from the ADC/EIC and/or portfolio manager with preliminary responses required by the 15th day after the filing date.
  - If a bank premises transaction is included in this filing, refers the bank premises request to the supervisory staff for decision.
  - For undercapitalized banks, requests information from the ADC/EIC and/or portfolio manager about the relationship of the branch application to the bank's capital plan.
- Requests compliance staff and the community reinvestment and development (CRD) specialists for the district to provide preliminary information by the 15th day after the receipt date.
  - Recommendations, if any, made at or subsequent to the most recent CRA examination, by the OCC to the bank to improve its performance and, if known, the bank's responses.
  - Public comments and community contacts subsequent to the most recent CRA examination.
  - Whether information filed by the bank (e.g., HMDA data) more recently than the most recent CRA examination reflects any material change in CRA performance.
- If a legal issue is identified or a legal opinion has been submitted with the filing, forwards relevant materials to the Law Department and requests a preliminary response by the 15th day after the receipt date on whether a significant legal issue is present.
- Contacts other divisions, as appropriate, with responses requested by the 15th day after the receipt date.
- Contacts BOS if the proposal will:
  - Have any significant effect on the quality of the human environment.

- Affect any district, site, building, structure or object listed in, or eligible for listing in the *National Register of Historic Places*.
14. Contacts BOS for guidance at any time if issues exist that might require removal from expedited review. If the application is removed from expedited review, the Licensing staff promptly notifies the applicant orally and in writing and updates CAIS and the file.

## Public Comments and Hearings

### Licensing Staff

15. Refers to the "[Public Involvement](#)" booklet if copies of applications or hearings are requested, or public comments filed.
16. Comments should be forwarded to appropriate units for evaluation and advice (e.g., legal issues to legal staff). If an adverse CRA comment is received, promptly notifies BOS.

## Decision

### Licensing Staff

17. After the close of the public comment period:
  - For a bank eligible for expedited review before expiration of the processing period, verifies that no reasons exist to disqualify the application from expedited review, and the bank remains qualified, proceeds to the next step.
  - Prepares a confidential memorandum and decision letter recommending a decision to the delegated official.
18. Decides the application under delegated authority or forwards the official file to the appropriate deciding official, and:
  - If referred to BOS, goes to step 22.
  - If the application is conditionally approved or denied, forwards a copy of the confidential memorandum, decision document, and transmittal letter to the Quality Assurance Coordinator. If denied, goes to step 34.
19. Notifies the bank and interested parties of decision, if appropriate. Notifies the appropriate portfolio manager and ADC of the decision by forwarding updated CAIS comments and, if warranted, advises of any

written conditions attached to the decision or other supervisory concerns.

20. Sends the bank a decision letter and, if appropriate, a [Satisfaction Survey](#).
21. Makes appropriate CAIS entries.

## BOS

22. Reviews the file and all relevant information; solicits comments from other OCC divisions, as appropriate; makes a recommendation; and forwards the official file to the appropriate official for decision.
23. After the decision, notifies the bank and the district of the decision. Notifies the appropriate portfolio manager and ADC of the decision by forwarding updated CAIS comments and, if warranted, advises of any written conditions attached to the decision or other supervisory concerns.
24. Sends the bank a decision letter and, if appropriate, a [Satisfaction Survey](#). Also, notifies all interested parties.
25. If the application is conditionally approved or denied, forwards a copy of the confidential memorandum, decision document, and transmittal letter to the Quality Assurance Coordinator.
26. For approved and conditionally approved filings, returns the official file to the district for authorization and close out.
27. Makes appropriate CAIS entries.
28. If denied, goes to step 34.

## Bank

29. Notifies the appropriate licensing manager of the desired opening date at least 10 days prior to the planned effective date.

## Authorizations

### Licensing Staff

30. Reviews the official file and determines that all required actions have been completed.

31. Notifies the bank by telephone of any problems.
32. Prepares and mails an official authorization letter to the bank upon notification of the planned opening date. Retains a copy in the official file. Notifies the appropriate portfolio manager and ADC of the opening date by forwarding updated CAIS comments and, if warranted, other materials.
33. Makes appropriate CAIS entries.

## **Close Out**

### Licensing Staff/BOS

34. Reviews the file for completeness and forwards it to Central Records.
35. Makes appropriate CAIS entries.

## **Branches and Relocations**      Procedures—Notifications

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### **Notification of Main Office Relocation to Existing Branch Site within the Same City, Town, or Village**

#### Licensing Staff

1. Refers a bank that requests instructions to the [GPP](#) booklet and to this booklet of the *Comptroller's Corporate Manual*.

#### Bank

2. Submits to the appropriate licensing manager a letter of notification by hand or by mail prior to the relocation.

### **Processing the Notification**

#### Licensing Staff

3. Establishes an official file that contains all original documents.
4. Sends a letter to the bank acknowledging receipt of the letter of notification.
5. Initiates and makes appropriate CAIS entries.

### **Close Out**

6. Sends the official file to Central Records.



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**Branches—Definition, Establishment, Operation of, and ATM Exclusion**

Law	12 USC 36
Regulation	12 CFR 5.30

**Branch Closings**

Law	12 USC 1831r-1
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**Capital Requirements**

Laws	12 USC 36, 51
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**Change in Location—Policy and Procedures**

Laws	12 USC 30, 36
Regulations	12 CFR 5.30, 5.40

**Community Reinvestment Act of 1977**

Law	12 USC 2901 et. seq.
Regulation	12 CFR 25

**Decisions**

Regulation	12 CFR 5.13
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**Deposit Production Offices**

Law	12 USC 1835a
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**Depository Institutions Management Interlocks Act**

Laws	12 USC 3201-3208
Regulation	12 CFR 26

**Expedited Processing**

Regulations	12 CFR 5.13, 5.30(f)(4)
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**Filing Fees**

Regulation	12 CFR 5.5
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**Investment in Bank Premises**

Law	12 USC 371d
Regulations	12 CFR 5.37, 12 CFR 7.3100

**Loans Originating at Banking Offices or at Other than Banking Offices**

Regulations	12 CFR 7.1003-1005
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**Messenger Services**

Regulation	12 CFR 7.1012
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**National Environmental Policy Act**

Laws	42 USC 4321-4347
Regulation	40 CFR 1500

**National Historic Preservation Act**

Laws	16 USC 470-470x-6
Regulation	36 CFR 800

**Notice of Filing**

Regulation	12 CFR 5.8(a)
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**Public Comments and Hearing**

Regulations	12 CFR 5.10, 5.11
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**Seasonal Agency**

Law	12 USC 36(c)
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